

Amendment 154

Contract No. 229944

To the Contract for the Design, Implementation, Operation and Maintenance of the Regional Fare Coordination System

This Amendment 154 to the Contract for the Design, Implementation, Operation and Maintenance of the Regional Fare Coordination System is entered into this 2nd day of August, 2011, by and between ERG Transit Systems (USA) Inc, a California corporation and wholly owned subsidiary of Vix-ERG Limited, an Australian corporation, (hereinafter referred to as the "Contractor") and each of the following seven public transportation agencies (hereinafter referred to individually as an "Agency" or collectively as the "Agencies"):

1. Central Puget Sound Regional Transit Authority ("Sound Transit")
2. King County ("King County")
3. Kitsap County Public Transportation Benefit Area ("Kitsap Transit")
4. Pierce County Public Transportation Benefit Area ("Pierce Transit")
5. Snohomish County Public Transportation Benefit Area ("Community Transit")
6. City of Everett ("Everett")
7. State of Washington, acting through the Washington State Department of Transportation, Washington State Ferries Division ("WSF")

Recitals

- A. Effective April 29, 2003, each of the Agencies and the Contractor entered into Contract #229944 ("Contract") to implement a Regional Fare Coordination System ("RFC System") to establish a common fare system utilizing smart card technology. The Contractor is responsible for the development, implementation, operation and maintenance of the RFC System as specified in the Contract.
- B. The Agencies and the Contractor desire to amend Section VI of Exhibit 9, Price Schedule Special Programs, to compensate the Contractor to perform the Preliminary Analysis necessary to develop a proposal to modify the ORCA websites so that the system will not cause the bank to hold funds against a customer's account when a transaction is not approved. This work is performed per RFCS-RFI-639 *Bank Holds & Unapproved Transactions* per the Agencies' response dated July 13, 2011 (for requirements as described in the RFI which the Agencies responded to on May 27, 2011).
- C. The Parties agree that the Work necessary to perform the Preliminary Analysis will be compensated as follows.

Agreement

Section 1.0 Description of Work

1.1 The Contractor will perform the Preliminary Analysis (PA) which will include:

(a) The Contractor will clarify the requirements and submit a Requirement Statement to the Agencies for review and approval.

1.2 Upon completion of the PA, the Contractor will submit the following deliverables:

(a) A written solution proposal.

(b) A detailed cost estimate for the solution and an initial schedule impact.

(c) A summary of any identified issues, risks or system constraints that need to be considered in the agreed solution or limit the proposed solution.

(d) A list of configurable items that will be modified or added for the proposed change

(d) A list of any waivers that will be requested by ERG in order to perform the work.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the sufficiency of which is hereby acknowledged, the Parties hereby agree to amend the Contract as follows:

Section 2.0 Compensation Changes

Section VI (Implementation) of Exhibit 9, Price Schedule, is hereby amended to read as follows:

VI. IMPLEMENTATION

SPECIAL PROGRAMS

LUMP SUM COST

Amendment No. 154

To perform Preliminary Analysis to develop a proposal to modify the ORCA websites so that the system will not cause the bank to hold funds when a transaction is not approved.	
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TOTAL	\$4170
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Section 3.0 Other Terms and Conditions

All other provisions of the Contract not referenced in this Amendment One Hundred and Fifty-four shall remain in effect.

IN WITNESS WHEREOF, authorized representative of the Agencies and the Contractor have signed their names in the spaces provided below.

ERG Transit Systems (USA) Inc.

By: *[Signature]*

Its: *[Signature]*

Date: *7-29-11*

The Agencies

By: *Candace Carlson*

Their: *ORCA Operations Manager*

On behalf of the Agencies

Date: *August 2, 2011*